

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., *et al.*,

Debtors.

Chapter 11

Case No. 01-01139 (JKF)  
Jointly Administered

**MOTION OF LIBBY CLAIMANTS FOR LEAVE TO EXCEED PAGE  
LIMITATION RULE FOR LIBBY CLAIMANTS' OBJECTION TO DEBTORS'  
DISCLOSURE STATEMENT FOR JOINT PLAN OF REORGANIZATION**

Claimants injured by exposure to asbestos from the Debtors' operations in Lincoln County, Montana (the "Libby Claimants"),<sup>1</sup> by and through their counsel, Cohn Whitesell & Goldberg LLP and Landis Rath & Cobb LLP, hereby move for entry of an order under Del. Bankr. L.R. 7007-2 (to the extent even applicable to this matter) for leave to file the Libby Claimants' Objection to Debtors' Disclosure Statement for Joint Plan of Reorganization (the "Objection") in excess of the 40-page limitation. In support of this Motion, the Libby Claimants state:

1. On September 19, 2008, Grace, along with the Official Committee of Asbestos Personal Injury Claimants, the Asbestos Future Claimants' Representative and the Equity Committee, filed a joint plan of reorganization (the "Plan") along with the related disclosure statement (the "Disclosure Statement") and Exhibit Book. On September 25, 2008, Grace filed the Motion of the Debtors for an Order Approving Disclosure Statement, Solicitation and Confirmation Procedures, Confirmation Schedule and Related Relief (the "Approval Motion") [D.I. 19620]. On October 1, 2008, this Court set October 17, 2008 as the objection deadline for

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<sup>1</sup> As identified in the Amended and Restated Verified Statement of Cohn Whitesell & Goldberg LLP and Landis Rath & Cobb LLP Pursuant to Fed. R. Bankr. P. 2019 [D.I. 18664], as it may be amended and restated from time to time.

the Disclosure Statement and the Approval Motion. Accordingly, contemporaneously herewith, the Libby Claimants filed the Objection.

2. Although neither the Case Management Order controlling this case or the Court's chambers procedures provide express limitations on the length of objections, this Court might deem Del. Bankr. L.R. 7007-2 governing length of opening and answering briefs in adversary proceedings to apply. Therefore, out of an abundance of caution, the Libby Claimants hereby seek relief from this page limitation.

3. Del. Bankr. L.R. 7007-2(a)(iv) provides that in adversary proceedings, “[w]ithout leave of Court, no opening or answering brief shall exceed forty (40) pages ... exclusive of any tables of contents and citations.” Del. Bankr. L.R. 7007-2(a)(vi). In turn, the General Chambers Procedures dated April 3, 2006, ¶ 2(a)(vi), provides that Del. Bankr. L.R. 7007-2 applies to all briefs and memorandum, whether filed in an adversary proceeding or the main bankruptcy case. The Objection is 100 pages in length.

4. To the extent that Del. Bankr. L.R. 7007-2 is applicable to this matter, the Libby Claimants respectfully submit that allowing the Objection to exceed the 40-page limitation is reasonable and appropriate under the circumstances. The Disclosure Statement, Plan, Exhibit Book, and Approval Motion constitute over 700 pages. Given that these are the most important set of pleadings filed in this seven-and-a-half year bankruptcy case, a comprehensive response that exceeds the page limitation is warranted. Moreover, the complexity of the issues involved and the woefully inadequate Disclosure Statement, together with the lack of recognition of the rights of Libby Claimants, necessitates the extensive response prepared by the Libby Claimants.

WHEREFORE, the Libby Claimants respectfully request then entry of an order (i) granting the Libby Claimants leave to file the Objection in excess of the page limitation imposed by Del. Bankr. L.R. 7007-2 and the General Chambers Procedures and (ii) granting such other and further relief as this Court deems appropriate.

Dated: October 17, 2008

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